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DIVISION OF  
OIL, GAS AND MINING

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF COLORADO

IN RE:	)	
	)	Bankruptcy No. 01-23068-EEB
NORTH LILY MINING COMPANY, INC.,	)	
a Utah corporation,	)	Chapter 11
EIN: 87-0159350	)	
	)	
Debtor.	)	
	)	
	)	
IN RE:	)	
	)	Bankruptcy No. 01-23069-EEB
XERES TINTIC, LLC,	)	Chapter 11
EIN: 84-1528808	)	
	)	
Debtor.	)	Jointly Administered Under
	)	Bankruptcy No. 01-23068-EEB
	)	Chapter 11
	)	

**RESPONSE TO MOTION TO CONVERT OR DISMISS**

The Debtors, by and through their attorneys, Kutner Miller Kearns, P.C., responds to the United States Trustee's Motion to Convert or Dismiss as follows:

1. The Debtor disputes the allegations set forth in the United States Trustee's Motion to Convert or Dismiss the captioned Chapter 11 case.
2. The Debtor has had a number of discussions with the United States Trustee's office concerning the Motion. The result of those discussions has been the United States Trustee's decision to withdraw the Motion to Convert or Dismiss.

3. In light of the fact that the United States Trustee has informed the Debtor that it will withdraw the Motion to Convert or Dismiss, the Debtor is not filing a detailed response to the Motion.

Dated: December 27, 2001.

Respectfully submitted,

By: 

Lee M. Kutner, #10966

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